

Hearing Date and Time: June 26, 2007 at 10:00 a.m.
Response Date and Time: June 19, 2007 at 4:00 p.m.

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Attorneys for Johnson Controls, Inc.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Chapter 11
	:	
Debtors.	:	Case No. 05-44481 (RDD)
	:	
	:	(Jointly Administered)
	:	
-----X		

RESPONSE OF JOHNSON CONTROLS, INC. (CLAIM NUMBER 15524)
TO DEBTOR'S FOURTEENTH OMNIBUS OBJECTION (PROCEDURAL)
PURSUANT TO 11 U.S.C. §502(b) AND FED. R. BANKR. P. 3007 TO
CERTAIN(A) DUPLICATE OR AMENDED CLAIMS AND (B) PROTECTIVE CLAIMS

Johnsons Controls, Inc. ("JCI") responds to the objection of Delphi Corporation and its debtor affiliates (collectively, the "Debtors") concerning claim number 15524 that JCI filed against Delphi Corporation follows:

1. Claim number 15524 is based upon potential breaches of contract arising under various prepetition purchase orders in effect between JCI's Automotive Group and Delphi Corporation.

2. The Debtors have objected to claim number 15524 as a so-called "Protective Claim" which they contend is premature unless and until the Debtors reject the underlying purchase orders under Section 365 of the Bankruptcy Code. The Debtors contend that since they have not yet so rejected the underlying agreements, JCI's claim number 15524 should be disallowed and expunged.

3. Although JCI acknowledges that rejection of the underlying agreements would give rise to one or more claims against the Debtors, there are other ways that the Debtors could breach and may have breached such agreements. Those breaches would presumably give rise to damages claims by JCI. As an illustration, most of the purchase orders are on a directed supply basis and the Original Equipment Manufacturers may later raise pricing adjustments or warranty items with JCI that JCI would in turn be entitled to assert as claims against the Debtors.

4. JCI reserves the right to amend claim number 15524 to provide the details of any such contractual breaches by the Debtors or pricing adjustments and the amount of such damages or adjustments.

5. In the circumstances, the objection to claim number 15524 should be overruled. The person authorized to reconcile and resolve this objection is Stephen T. Bobo, Reed Smith Sachnoff & Weaver, 10 South Wacker Drive, 40th Floor, Chicago, Illinois 60606, 312-207-6480.

Dated: June 19, 2007

RESPECTFULLY SUBMITTED

Johnson Controls, Inc.

By: /s/ Elena Lazarou

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